

IN THE DISTRICT COURT OF TULSA COUNTY
STATE OF OKLAHOMA

MARK CHANG, an individual; ALAN)
KWOK WAI WONG, an individual; LIM)
HONG BENG, an individual; HUIOS)
ENERGY, LLC, an Oklahoma)
limited liability company; and)
OILPODS SINGAPORE PTE LTD.,)
a Singapore private limited company,)

Plaintiffs,)

vs.)

POWDER RIVER PETROLEUM)
INTERNATIONAL, INC., an Oklahoma)
corporation; and BRIAN FOX, an)
individual,)

Defendants.)

DISTRICT COURT
FILED

JUL 14 2008

SALLY HOWE SMITH, COURT CLERK
STATE OF OKLA. TULSA COUNTY

Case No. CJ 2008 04855

J. MICHAEL GARNETT

TEMPORARY RESTRAINING ORDER AND OTHER EMERGENCY RELIEF

This cause comes before the Court upon motion by Plaintiffs, Mark Chang, Alan Kwok Wai Wong, Lim Hong Beng, Huios Energy, LLC, and OilPods Singapore Pte, Ltd. (collectively referred as "Plaintiffs") for the following orders with respect to Defendants, Brian Fox and Powder River Petroleum International, Inc., (collectively "Defendants"):

- 1) a Temporary Restraining Order ("TRO");
- 2) an Order to Show Cause Why a Temporary/Permanent Injunction Should Not be Granted;
- 3) an Order Freezing Defendants' Assets
- 4) an Order Requiring Sworn Accountings;
- 5) an Order Prohibiting Destruction of Documents; and
- 6) an Order Expediting Discovery.

The Court has considered the Plaintiffs' Petition, their Motion for Temporary Restraining Order, Temporary/Permanent Injunction and Other Emergency Relief and the declarations, testimonial affidavits and other exhibits filed in support of the Motion.

Being fully advised in the premises, the Court finds that Plaintiffs have made sufficient and proper showing for the relief granted herein by presenting a *prima facie* case of securities laws violations by the Defendants, and by showing a reasonable likelihood the Defendants will harm the investing public by continuing to violate the securities laws if they are not enjoined. The Court also finds good cause to believe that unless immediately restrained and enjoined by Order of this Court, the Defendants will continue to dissipate, conceal or transfer from the jurisdiction of this Court assets which could be subject to an Order of Disgorgement, and/or otherwise result in irreparable injury or harm. Accordingly, the Motion is **GRANTED**, and the Court hereby orders as follows:

I.

SHOW CAUSE HEARING

IT IS HEREBY ORDERED that Defendants show cause, if any, before the Honorable J. MICHAEL GASSETT of this Court, at 9:30 o'clock A.m., on the 23rd day of July, 2008, in Courtroom 502 of the District Courthouse in and for Tulsa County, Oklahoma, or as soon thereafter as the matter can be heard, why a Temporary/Permanent Injunction should not be granted against the Defendants, as requested by Plaintiffs herein.

II.

TEMPORARY RESTRAINING ORDER

IT IS HEREBY FURTHER ORDERED that, pending determination of the Plaintiffs' request for a Temporary/Permanent Injunction, the Defendants, their directors, officers, agents, escrow agents, trustees, servants, employees, attorneys, accountants and those persons in active concert of participation with them, and each of them, are hereby restrained and enjoined from:

A. Oklahoma Act Registration Violations.

Directly or indirectly, issuing or selling securities in Oklahoma, including working interest in oil and gas wells, or causing them to be issued or sold, if the securities are not registered with the Oklahoma Department of Securities as required by Section 301 and 408(a)(1) of the Oklahoma Securities Act, 71 O.S. § 1-101, *et seq.*

B. Securities Act of 1933 - Registration Violations.

Directly or indirectly, making use of any means or instrumentality of interstate commerce or of the mails to sell securities or offer to buy securities, including working interests in oil and gas wells, unless and until a registration statement is in effect with the Securities and Exchange Commission as to such securities as required by the Securities Act of 1933 ("Securities Act"), 15 U.S.C. §77h.

C. Oklahoma Securities Act Fraud.

Directly or indirectly, in connection with the purchase or sale of any securities, including working interest in oil and gas wells, knowingly or recklessly: (i) making untrue statements of material facts and omitting to state material facts necessary in order make

the statements made, in light of the circumstances under which they were made, not misleading, or (ii) employing devices, schemes, or artifices to defraud in violations of Section of 408(a)(2) of the Oklahoma Securities Act.

D. Securities Exchange Act Fraud.

Directly or indirectly, making use of any means or instrumentality of interstate commerce or of the mails in connection with the purchase of any securities including working interest in oil and gas wells, knowingly or recklessly: (i) making untrue statements of material facts and omitting to state material facts necessary in order make the statements made, in light of the circumstances under which they were made, not misleading, or (ii) employing devices, schemes, or artifices to defraud, or (iii) engaging in acts, practices, and courses of business which have operated, are now operating or will operate as a fraud upon the purchasers of such securities in violation of the Securities Exchange Act of 1934 15 U.S.C. § 78j and Rule 10 b-5 thereunder.

III.

ASSET FREEZE

IT IS HEREBY FURTHER ORDERED that, pending determination of the Plaintiffs' request for a Preliminary Injunction:

A. The Defendants, their directors, officers, agents, servants, employees, attorneys, depositories, banks, and those persons in active concert or participation with any one or more of them, and each of them, who receive notice of this order by personal service, mail, facsimile transmission, email transmission or otherwise, except any Receiver that may be appointed by this Court, be and hereby are, restrained from, directly or

indirectly, transferring, setting off, receiving, changing, selling, pledging, assigning, liquidating or otherwise disposing of, or withdrawing any assets or property, including but not limited to cash, free credit balances, fully paid for securities, and/or property pledged or hypothecated as collateral for loans, or charging upon or drawing from any lines of credit, owned by, controlled by, or in the possession of:

- (1) Brian Fox;
- (2) Powder River Petroleum International, Inc.

B. That any financial or brokerage institution or other person or entity located within the jurisdiction of the United States and holding any such funds or other assets, in the name, for the benefit or under the control of the Defendants, directly or indirectly, held jointly or singly, and which receives actual notice of this order by personal service, facsimile, mail, email transmission, or otherwise, shall hold and retain within its control and prohibit the withdrawal, removal, transfer, disposition, pledge, encumbrance, assignment, set off, sale, liquidation, dissipation, concealment, or other disposal of any such funds or other assets.

IV.

ACCOUNTINGS

IT IS HEREBY FURTHER ORDERED that within five (5) calendar days of the issuance of this Order the Defendants shall:

- (a) make a sworn accounting to this Court and the Plaintiffs of all funds received from any source, whether in the form of compensation, commissions, income (including payments for assets, shares or property of any kind), and other benefits (including the

provisions of services of a personal or mixed business and personal nature) received by any of them from any other Defendants;

(b) make a sworn accounting to this Court and the Plaintiffs of all assets, funds, or other properties held by them, jointly or individually, or for their direct or indirect beneficial interests, or over which any of them maintain control, wherever situated, stating the location, value, and disposition of each such asset, fund, and other property; and

(c) provide to the court and the Plaintiffs a sworn identification of all accounts (including but not limited to, bank accounts, savings accounts, securities accounts and deposits of any kind) in which they (whether solely or jointly), directly or indirectly (including through a corporation, partnership, relative, friend or nominee), either have an interest or over which one or more of them has the power or right to exercise control.

V.

RECORDS PRESERVATION

IT IS HEREBY FURTHER ORDERED that, pending determination of the Plaintiffs' request for a Temporary/Permanent Injunction, the Defendants, their directors, officers, agents, servants, employees, attorneys, depositories, banks, and those persons in active concert or participation with any one or more them, and each of them, be and they hereby are restrained and enjoined from, directly or indirectly, destroying, mutilating, concealing, altering, disposing of, or otherwise rendering illegible in any manner, any of the books records, documents, correspondence, brochures, manuals papers, ledgers, accounts, statements, obligations, files and other property of or pertaining to the Defendants wherever located, until further Order of this Court.

VI.

EXPEDITED DISCOVERY

IT IS HEREBY FURTHER ORDERED that:

(a) Immediately upon entry of this Order, the parties may take depositions upon oral examination of parties and non-parties subject to two (2) business days notice. Should any Defendant fail to appear for a properly noticed deposition, that party may be prohibited from introducing evidence at the hearing on the Plaintiffs' request for temporary/permanent injunction;

(b) Immediately upon entry of this Order, the parties shall be entitled to serve interrogatories, requests for production of documents, requests for admissions, and subpoenas. The parties and non-parties shall respond to such discovery requests within two (2) business days of service;

(c) All responses to the Plaintiffs' discovery requests shall be delivered to: Cecil G. Drummond, Esq., **BOETTCHER & DRUMMOND, INC.**, Attorneys at Law, 5200 South Yale, Suite 507, Tulsa, Oklahoma 74135-7489, (918) 492-8448.

(d) Service of discovery request shall be sufficient if made upon the parties by facsimile or overnight courier, and depositions may be taken by telephone or other remote electronic means.

VIII.

RETENTION OF JURISDICTION

IT IS HEREBY FURTHER ORDERED that this Court shall retain jurisdiction over this matter and the Defendants in order to implement and carry out the terms of all Orders and Decrees that may be entered and/or to entertain any suitable application or motion for

additional relief within the jurisdiction of this Court, and will order other relief that this Court deems appropriate under the circumstances.

DONE AND ORDERED this 14 day of July, 2008
at 12:07, o'clock P. M.



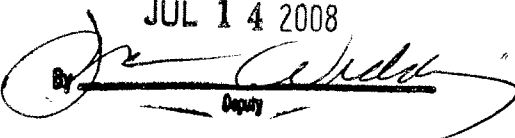
JUDGE OF THE DISTRICT COURT

Approved as to Form:

Cecil G. Drummond, Esq.
BOETTCHER & DRUMMOND, INC.
Attorneys at Law
5200 South Yale, Suite 507
Tulsa, Oklahoma 74135-7489
(918) 492-8448
Attorney for Plaintiffs

I, Sally Howe Smith, Court Clerk, for Tulsa County, Oklahoma, hereby certify that the foregoing is a true, correct and full copy of the instrument herewith set out as appears on record in the Court Clerk's Office of Tulsa County, Oklahoma, this

JUL 14 2008

By 

Deputy